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4060 Lakewood Blvd., 6th Floor  
Long Beach, CA 90808-1700  
Telephone: (562) 627-3200  
FAX: (562) 627-3109

November 12, 1997

Mr. Allan Kasan  
Vestar Development Co.  
2425 East Camelback Road, Suite 750  
Phoenix, Arizona 85016

Re: Torrance, CA

Dear Allan:

Per our conference call conversation earlier today, we attach herewith the following:

August 14, 1997	"Remediation Strategy and Status Report"
February 28, 1997	"Sampling and Analysis Plan"
February 6, 1997	"Phase II Field Sampling Plan"
February, 1997	"Work Plan for Post Remediation"
August, 1997	"Health-Based Remediation Goals for Surface Soils"

Exhibit 8 additionally provides four statements of Seller compliance, which we confirm as follows:

1. Submission of Remedial Action Work Plan for Soils and Groundwater for approval and authorization by the Lead Agency.
2. Completion of construction and operational certification of the remediation systems in accordance with the "Comfort Letter" by the Lead Agency.
3. Remediation of soils below twelve (12) foot depth pursuant to Remediation Plan (project issuance of "No Further Action" letter or like document in 24 to 36 months after installation of the remediation system).
4. Remediation of groundwater beneath the Property pursuant to Remediation Plan (projected issuance of "No Further Action" letter or like document in 36 to 60 months after installation of the remediation system).

Under separate cover from Tait Engineering will come the six (6) Site Exhibits. Jay Palchikoff will incorporate these in Exhibit form with the final execution copy of the Amendment. Hopefully, these final documents will allow your approval and execution by November 19 as we both need to expedite the documentation so we can move the project forward.

Thanks.

Sincerely,

BOEING REALTY CORPORATION

  
Thomas A. Overturf  
Director, Development

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cc: Jeff Axtell, Vestar



**FACSIMILE TRANSMITTAL SHEET**DATE: 11/4TO: Mario Sforzate

COMPANY: \_\_\_\_\_

FAX#: 310-627-3109FROM: Paul RhodesNUMBER OF PAGES TO FOLLOW: 0

COMMENTS:

Mario I need a copy of  
the attached <sup>right</sup> documents. I do not  
show that I have a them.

ThanksPaul

Original to:

Not follow ( )

Follow via ( ) Federal Express  
( ) Regular Mail  
( ) Messenger

If you do not receive all of this transmission, please contact Sally at (602) 866-0900.

**VESTAR DEVELOPMENT CO.**  
**2425 E. Camelback Road, Suite 750**  
**Phoenix, Arizona 85016**  
**FAX: (602) 955-2298**

Vestar

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OCT-15-97 18:00 From:

EXHIBIT "8"ELEMENTS OF REMEDIATION

*Stone draws*

This Exhibit sets forth the various elements of the Remediation which shall be incorporated into the Remediation Plan. Much of the following is summarized in the previous transmittal to the Regional Water Quality Control Board ("Water Board") and Department of Toxic Substances Control ("DTSC"), dated 1997.

The following items will be required in order for Completion to occur:

*attached as Exhibit*

Remediation of surface soils of the Property to a maximum depth of twelve (12) feet below ground level so that this soil does not pose a threat to human health or groundwater and enabling Buyer to submit application for grading and building permit for BUYER's contemplated development of the Property. The foregoing shall be evidenced by a letter from the Water Board evidencing its concurrence that it is safe for surface development to commence. The foregoing portion of the Remediation is being performed pursuant to the following:

- #74 1.* Sampling and Analysis Plan for Demolition Activities at the Douglas Aircraft C-6 Facility (February, 1997):
- #72 2.* Phase II Field Sampling Plan, Douglas Aircraft Company C-6 Facility (February, 1997):
- #73 3.* Work Plan for Post Remediation Confirmation Soil Sampling, Parcel A (February, 1997):
- 4.* Health-Based Remediation Goals for Surface Soils (August, 1997) approved by the Water Board (DTSC approval pending):
- 5-1.* Submission of Remedial Action Work Plan for Soils and Groundwater for approval and authorization by the Lead Agency:
- 6-2.* Completion of construction and operational certification of the remediation system (as required):

The following items shall be included within the Excluded Portion:

- 7-3.* Remediation of soils below twelve (12) foot depth pursuant to Remediation Plan (projected issuance of "No Further Action" letter or like document in 24 to 36 months after installation of the remediation system):
- 8-4.* Remediation of groundwater beneath the Property pursuant to Remediation Plan (projected issuance of "No Further Action" letter or like document in 36 to 60 months after installation of the remediation system):

*Statement on intent*